

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "FREEDOM AT HOME AND ABROAD, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE EIGHTH DAY OF JUNE, A.D. 2023, AT 10:35 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "FREEDOM AT HOME AND ABROAD, INC.".



7505470 8100H
SR# 20232731947

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203542130
Date: 06-13-23

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:35 AM 06/08/2023
FILED 10:35 AM 06/08/2023
SR 20232700877 - File Number 7505470

CERTIFICATE OF INCORPORATION

OF

FREEDOM AT HOME AND ABROAD, INC. (a Delaware nonprofit nonstock corporation)

The undersigned incorporator, a natural person of the age of twenty-one years or more, in order to form a nonprofit nonstock corporation for the purposes stated in this Certificate, under the General Corporation Law of the State of Delaware, hereby certifies as follows:

ARTICLE I NAME

The name of the Corporation is Freedom at Home and Abroad, Inc. (hereinafter the "Corporation").

ARTICLE II REGISTERED OFFICE AND REGISTERED AGENT

The address of the Corporation's registered office in the State of Delaware is located at: 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.

The name of the Corporation's registered agent at such address is The Corporation Trust Company.

ARTICLE III PURPOSES

The Corporation shall be a nonprofit nonstock corporation as defined in Section 114(d)(3) of the General Corporation Law of the State of Delaware (the "General Corporation Law") and, as such, shall not be authorized to issue capital stock.

A. The purposes for which the Corporation is organized and operated are to engage exclusively in such social welfare and educational activities as may qualify it for exemption from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"). More specifically, such purposes include, but are not limited to, the following:

(1) Educate the public regarding the importance of, and advocate for policies which advance freedom and self-governance around the world, including continued support for the people of Ukraine during the present conflict with Russia.

(2) To engage in any and all activities necessary or appropriate to raise funds for the purposes of the Corporation including the solicitation of contributions from public and private sources wherever located; and

(3) To do any and all lawful acts that may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the foregoing purposes of the Corporation.

B. In furtherance of the above and other related purposes, the Corporation shall be empowered to exercise all power and authority granted to it under the General Corporation Law and the power to do all things necessary, proper, and consistent with maintaining its tax-exempt status under Section 501(c)(4) of the Code. Such powers and authority includes, but is not limited to, the power to (i) accept donations of money or property, whether real or personal, or any interest therein, wherever situated, (ii) maintain control and discretion over the use of funds received by the Corporation, and (iii) monitor the use of funds made available by the Corporation to assure that the funds are used in conformity with the intended purposes.

C. No part of the net earnings of the Corporation may inure to the benefit of or be distributed to any director, employee, or other individual, partnership, estate, trust, or corporation having a personal or private interest in the Corporation.

D. Notwithstanding any other provision of this Certificate, the Corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Code.

ARTICLE IV MEMBERSHIP

The Corporation shall have one class of members (the "Members"). The Members shall be identified in the manner provided in the bylaws of the Corporation (as the same may be amended and/or restated from time to time, the "Bylaws").

ARTICLE V GOVERNING BODY

Except as otherwise provided by the General Corporation Law or this Certificate of Incorporation, the business and affairs of the Corporation shall be managed by or under the direction of its governing body, which shall be known as the "Board of Directors." Individual members of the Board of Directors shall be known as "Directors." The total number of Directors constituting the Board of Directors shall be fixed by or in the manner provided in the Bylaws, but in no event shall there be fewer than three (3) Directors. Any vacancies on the Board of Directors, whether by death, resignation, removal, retirement, disqualification or other cause, and any newly created directorship, shall be filled in the manner provided in the Bylaws.

ARTICLE VI AMENDMENTS TO CERTIFICATE OF INCORPORATION AND BYLAWS

A. Any amendment, alteration or repeal of this Certificate of Incorporation, or the adoption of any provision inconsistent herewith, shall require for its approval the vote of a majority of the Members; provided that no such approval of Members shall be

required at any time that all of the Members constitute all of the members of the Board of Directors.

B. The power to adopt, amend or repeal the Bylaws shall be in the Members; provided that the Board of Directors may adopt, amend or repeal the Bylaws at any time that all of the Members constitute all of the members of the Board of Directors.

ARTICLE VII LIMITATION ON PERSONAL LIABILITY

The personal liability of the Directors of the Corporation is hereby eliminated to the fullest extent permitted by the General Corporation Law. No amendment or repeal of this Article VII shall apply to or have any effect on the liability or alleged liability of any Director of the Corporation for or with respect to any act or omission on the part of such Director occurring prior to such amendment or repeal.

The private property, both real and personal, of the Members of the Corporation, and of the Directors or officers of the Corporation, shall not be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify its Members, Directors, officers, employees, and agents to the fullest extent permitted by applicable law.

ARTICLE IX DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall:

- A. Pay or make provision for the payment of all the Corporation's liabilities;
- B. Return, transfer, or convey (or make provision therefor) all assets held by the Corporation upon condition requiring such return, transfer, or conveyance in the event of dissolution of the Corporation; and
- C. Dispose of the Corporation's remaining assets exclusively for the purposes of the Corporation or distribute the assets to such one or more nonprofit organizations exempt from federal income taxation under either Section 501(c)(3) or 501(c)(4) of the Code that are organized for the purposes identified in Article III(A) of this Certificate.

**ARTICLE X
INCORPORATOR**

The name and address of the Incorporator is:

Name

Address

Michael Franklin

200 Mass Ave NW
Washington, DC 20001

The undersigned incorporator hereby acknowledges that the foregoing Certificate of Incorporation is his act and deed on this 1st day of June, 2023.



Michael Franklin
Incorporator

EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, that he/she is familiar with the contents thereof, and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date

Printed Name

Signature

June 27 2023

Michael Franklin

